IN THE UNITED STATES DISTRICT COURT FOR THE DISTRICT OF DELAWARE

IN RE: FANSTEEL INC., ET AL., 1)
Fansteel Inc.)
Plaintiff) Civil Action No. 04-460 (JJF)
v)
Ameritech Corporation)
) Adversary Case No. 04-51118
Defendant) Bankruptcy Case No. 02-10109 (JJF)

NOTICE OF DISMISSAL WITH PREJUDICE OF COMPLAINT

PLEASE TAKE NOTICE that pursuant to Rule 41(a) of the Federal Rules of Civil Procedure, as made applicable hereto by Rule 7041 of the Federal Rules of Bankruptcy Procedure, plaintiff, Fansteel, Inc., hereby voluntarily dismisses with prejudice the Complaint for Avoidance and Recovery of Preferential Transfers in the above referenced adversary proceeding.

[Remainder of Page Left Intentionally Blank]

¹ The Reorganized Debtors are the following entities: Fansteel Inc. and Wellman Dynamics Corp.

The dispute at issue therein has been settled by the parties.

Dated: May 20, 2005

SCHULTE ROTH & ZABEL LLP

Jeffrey S. Sabin (JSS 7600) Lawrence V. Gelber (LVG 9384) David J. Ciminesi (DJC-8156) 919 Third Avenue New York, NY 10022 Telephone: (212) 756-2000

Facsimile: (212) 593-5955

-and-

PACHULSKI, STANG, ZIEHL, YOUNG, JONES & WEINTRAUB P.C.

Laura Davis Jones (Bar No. 2436)

James E. O'Neill (Bar No. 4042)

Michael Migliore (Bar No. 4331)

919 North Market Street, 16th Floor

P.O. Box 8705

Wilmington, Delaware 19899-8705 (Courier 19801)

Telephone: (302) 652-4100 Facsimile: (302) 652-4400

Counsel for Plaintiff Fansteel, Inc.

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CERTIFICATE OF SERVICE

I, James E. O'Neill, hereby certify that on the 20th

2005, I caused a copy of the following document(s) to be served on the individuals on the attached service list(s) in the manner indicated:

NOTICE OF DISMISSAL WITH PREJUDICE OF COMPLAINT

¹ The Reorganized Debtors are the following entities: Fansteel Inc. and Wellman Dynamics Corp.

SERVICE LIST FOR AMERITECH CORPORATION

Hand Delivery

(Counsel for Ameritech Corporation)
Mark S. Casarino, Esquire
White And Williams LLP
824 N. Market Street
Suite 902
Wilmington, DE 19899

Fansteel Service List for Settlements Adversaries

Document No. 95271

01 - Hand Delivery

04 - First Class mail

Hand Delivery

David Buchbinder, Esquire Office of the United States Trustee 844 King Street, Suite 2207 Wilmington, DE 19801

First Class Mail

(Debtors)
Michael McEntee, CFO
Fansteel Inc.
One Tantalum Place
North Chicago, IL 60064

First Class Mail

(Counsel for Debtors)
David J. Ciminesi, Esquire
Schulte, Roth & Zabel LLP
919 Third Avenue
New York, NY 10022

First Class Mail

(Counsel for the Committee of Unsecured Creditor)
Frances Gecker, Esquire
Frank/Gecker LLP
325 North Lasalle Street
Suite 625
Chicago, Illinois 60602

First Class Mail

(Counsel for Fansteel, Inc.)
Jason S. Pomerantz, Esquire
Steven J. Kahn, Esquire
Pachulski, Stang, Ziehl,
Young, Jones & Weintraub P.C.
10100 Santa Monica Blvd.
11th Floor
Los Angeles, California 90067-4100